CAI HAY PACIFIC

Cathay Pacific Airways Limited

Telephone: (852) 2840 8873 Facsimile: (852) 2845 5445

www.cathaypacific.com

Company Secretary's Department 35th Floor, Two Pacific Place 88 Queensway, Hong Kong

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Our Ref: CSA/CPA6/5(e)

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11<sup>th</sup> April 2006

# **By Registered Airmail**

Securities and Exchange Commission
Office of International Corporate Finance
Division of Corporation Finance
450 Fifth Street, N.W.
Washington, DC 20549
U.S.A.

06012491

BEST AVAILABLE COPY

Dear Sir/Madam,



# Cathay Pacific Airways Limited (the "Company") File No. 82-1390

Pursuant to our obligation under Rule 12g3-2(b) of the Securities and Exchanges Act of 1934, we are pleased to enclose herewith a copy of the Company's announcement published today in South China Morning Post and The Standard for your record.

Yours faithfully, For CATHAY PACIFIC AIRWAYS LIMITED

David Fu
Company Secretary

PROCESSED

APR 1 4 2006

THOMSON

DF/ML/df Encl.

c.c.: Mr. D. Andres Estay, Assistant Vice President, The Bank of New York (w/e, by e-mail: destay@bankofny.com)

Ms. Kammy Yuen, Assistant Vice President, The Bank of New York, H.K. (w/e, by

hand)

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APROJ AJI:

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AIR CHINA LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 753)

# CATHAY PACIFIC

### CATHAY PACIFIC AIRWAYS LIMITED

orated in Hong Kong with limited liability) (Stock Code: 293)



### CHINA NATIONAL AVIATION COMPANY LIMITED

(Incorporated in Hong Kong with limited liability) (Stock Code: 1110)



CITIC Pacific Limited 中值泰富有限公司 CITIC PACIFIC LIMITED

(Incorporated in Hong Kong with limited liability)
(Stock Code: 267)

# SWIRE PACIFIC SWIRE PACIFIC LIMITED

ited in Hong Kong with limited liability)
(Stock Codes: 19 and 87)

## Joint Announcement

This announcement is made under Listing Rule 13.09 at the request of the Stock Exchange following certain reports in the media. Air China, Cathay Pacific, CNAC, CITIC Pacific and Swire Pacific confirm that discussions are taking place, about operational cooperation between Cathay Pacific and Air China and about the realignment of shareholdings in Cathay Pacific, Air China and Dragonali. However, there is no agreement or arrangement which is discloseable under the Listing Rules. In particular, Swire Pacific intends to remain the principal shareholder in Cathay Pacific in the long term; Air China understands CNAHC Intends to remain the controlling shareholder of Air China in the long term, aithough, CITIC Pacific may reduce its interest in Cathay Pacific, it intends to remain in the long term a significant shareholder in Cathay Pacific; and Air China has no current intention to privatise CNAC:

This joint announcement is made under Listing Rule 13.09 at the request of the This joint announcement is made under Listing Rule 1.3.9 at the request of the stock Exchange following certain reports in the media. Air China, Cathay Pacific, CNAC, CITIC Pacific and Swire Pacific confirm that discussions are taking place about operational cooperation between Cathay Pacific, and Ir China and Broad the realignment of shareholdings in Cathay Pacific, Air China and Dragonair. However, there is no agreement or arrangement which is discloseable under the Listing Rules. In particular, Swire Pacific intends to remain the principal shareholder in Cathay Pacific in the long term; Air China understands CNAHC. Intends to remain the controlling shareholder of Air China in the long term; although CTIC Pacific may reduce its Interest in Cathay Pacific, it Intends to remain the controlling shareholder of Air China in the long term; although CTIC Pacific may reduce its Interest in Cathay Pacific, it Intends to remain the china term a sindificant shareholder in Cathay Pacific; and Air China remain in the long term a significant shareholder in Cathay Pacific; and Air China has no current intention to privatise CNAC.

The discussions between Air China and Cathay Pacific about operational cooperation are designed to strengthen cooperation between them in various business and operational areas. It is intended that Dragonair is to maintain its brand and identity and that it will remain a principal airline in the Hong Kong and China mainland aviation markets.

in the meantime, shareholders of and potential investors in Air China, Cathay Pacific, CNAC, CTTC Pacific and Swire Pacific are recommended to exercise caution when dealing in or investing in the shares of Air China, Cathay Pacific, CNAC, CTTC Pacific and Swire Pacific.

"CNAC"

In this announcement, the following expressions have the meanings set out below, unless the context otherwise requires:

Air China Limited (Stock Code: 753), a company incorporated in the PRC with primary listing on the Stock Exchange and secondary listing on the Official List of the UK Listing

"Cathay Pacific" Cathay Pacific Airways Limited (Stock Code: 293), a company incorporated in Hong Kong and listed on the Stock Exchange;

CITIC Pacific Limited (Stock Code: 267), a company incorporated in Hong Kong and listed on the Stock Exchange;

China National Aviation Company Limited (Stock Code: 1110), a company incorporated in Hong Kong and listed on the Stock Exchange;

"CNAHC" China National Aviation Holding Company,

Hong Kong Dragon Airlines Limited, a company incorporated "Dragonair" in Hong Kong and an airline based in Hong Kong;

Rules Governing the Listing of Securities on the Stock "Listing Rules" Exchange;

"PRC" People's Republic of China;

"Stock Exchange" The Stock Exchange of Hong Kong Limited;

Swire Pacific Limited (Stock Codes: 19 and 87), a company incorporated in Hong Kong and listed on the Stock Exchange. "Swire Pacific"

Executive Directors: Li Jiaxiang (Chairman), Kong Dong, Wang Shixiang, Yao Welting, Ma Xulun, Cai Jianjiang, Fan Cheng; and Independent Non-Executive Directors: Hu Hung Lick, Henry, Wu Zhipan and

As at the date of this announcement, the directors of Cathay Pacific are: Executive Directors: Christopher Pratt (Chairman), Robert Atkinson, Philip Chen,

Derek Cridland and Tony Tyler;

Non-Executive Directors: Martin Cubbon, Henry Fan, James Hughes-Hallett,

Vernon Moore, Carl Yung and Zhang Xlanlin; and Independent Non-Executive Directors: Peter Lee, Raymond Or, Jack So and Tung Chee Chen.

As at the date of this announcement, the directors of CNAC are:
Executive Directors: Kong Dong (Chairman), Chuang Shi Ping, Zhang Xianiin, Zhao
Xiaohang, Tsang Hing Kwong, Thomas and Gu Tiefel; and Independent Non-Executive Directors: Lok Kung Nam, Hu Hung Lik, Henry,
Ho Tsu Kwok, Charles, Li Kwok Heem, John and Chan Ching Har, Eliza.

As at the date of this announcement, the directors of CITIC Pacific are: Executive Directors: Larry Yung Chi Kin (Chairman), Henry Fan Hung Ling, Peter Lee Chung Hing, Norman Yuen Kee Tong, Vernon Francis Moore, U Shilin, Carl Yung Ming Jie, Liu Jifu, Lesile Chang Li Hsien, Chau Chi Yin, Milton Law Ming To and Wang Ande; Non-Executive Directors: Willie Chang, André Desmarais and Peter Kruyt (Alexander Charlestors to André Desmarais):

(alternate director to André Desmarais); ndependent Non-Executive Directors: Hamilton Ho Hau Hay. Alexander Reid Hamilton, Hansen Loh Chung Hon and Norman Ho Hau Chong.

As at the date of this announcement, the directors of Swire Pacific are Executive Directors: Christopher Pratt (Chairman), Philip Chen, Martin Cubbon,

Davy Ho and Keith Kerr; Non-Executive Directors: Baroness Dunn, James Hughes-Hallett, Peter Johansen and Sir Adrian Swire; and Independent Non-Executive Directors: Clement Kwok, Chien Lee, Marjorie Yang,

By Order of the Board Zheng Baoan Li Man Kit Joint Company Secretaries Beljing, 10th April 2006

Michael Sze and Vincent Cheng.

China National Aviation Company Limited Li Man Kit Company Secretary Hong Kong, 10th April 2005

By Order of the Board Swire Pacific Limited David Fu Company Secretary Hong Kong, 10th April 2006 By Order of the Board Cathay Pacific Airways Limited Company Secretary Hong Kong, 10th April 2006

Alice Tso Mun Wai Company Secretary Hong Kong, 10th April 2006 Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims all limits whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



(a joint stock limited company incorporated in the People's Republic of China with limited liability)
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CITIC Pacific Limited 中信零售有限公司

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(Incorporated in Hong Kong with limited liability)
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### SWIRE PACIFIC SWIRE PACIFIC LIMITED

(Incorporated in Hong Kong with limited liability) (Stock Codes: 19 and 87)

# Joint Announcement

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Air China Limited (Stock Code: 753), a company incorporated in the PRC with primary listing on the Stock Exchange and secondary listing on the Official List of the UK Listing Authority;

"Cathay Pacific"

Cathay Pacific Airways Limited (Stock Code: 293), a company incorporated in Hong Kong and listed on the Stock Exchange;

CITIC Pacific Limited (Stock Code: 267), a company incorporated in Hong Kong and listed on the Stock Exchange; "CITIC Pacific"

"CNAC" China National Aviation Company Limited (Stock Code: 1110), a company incorporated in Hong Kong and listed on the Stock Exchange;

"CNAHC" China National Aviation Holding Company;

Hong Kong Dragon Airlines Limited, a company incorporated in Hong Kong and an airline based in Hong Kong;

"Listing Rules" Rules Governing the Listing of Securities on the Stock Exchange;

People's Republic of China;

"Stock Exchange" The Stock Exchange of Hong Kong Limited;

Swire Pacific Limited (Stock Codes: 19 and 87), a company incorporated in Hong Kong and listed on the Stock Exchange.

By Order of the Board Swire Pacific Limited David Fu Company Secretary Hong Kong, 10th April 2006

Directors

As at the date of this announcement, the directors of Air China are:
Executive Directors: IJ Jiaxiang (Chairman), Kong Dong, Wang Shixiang, Yao Weiting,
Ma Xulun, Cai Jianjiang, Fan Cheng; and
Independent Non-Executive Directors: Hu Hung Lick, Henry, Wu Zhipan and Zhang Ke.

As at the date of this announcement, the directors of Cathay Pacific are: Executive Directors: Christopher Pratt (Chairman), Robert Atkinson, Philip Chen, Derek Cridland and Tony Tyler: Non-Executive Directors: Martin Cubbon, Henry Fan, James Hughes-Hallett, Vernon Moore,

Carl Yung and Zhang Xianlin; and Independent Non-Executive Directors: Peter Lee, Raymond Or, Jack So and Tung Chee Chen.

As at the date of this announcement, the directors of CNAC are:
Executive Directors: Kong Dong (Chairman), Chuang Shi Ping, Zhang Xianlin,
Zhao Xiaohang, Tsang Hing Kwong, Thomas and Gu Tiefel; and
Independent Non-Executive Directors: Lok Kung Nam, Hu Hung Lik, Henry, Ho Tsu Kwok, Charles, Li Kwok Heem, John and Chan Ching Har, Eliza.

As at the date of this announcement, the directors of CITIC Pacific are: Executive Directors: Lerry Yung Chi Kin (Chairman), Henry Fan Hung Ling, Peter Lee Chung Hing, Norman Yuen Kee Tong, Vernon Francis Moore, Li Shilin, Carl Yung Ming Jie, Liu Jifu, Leslie Chang Li Hsien, Chau Chi Yin, Wilton Law Ming To and Wang Ande; Non-Executive Directors: Willie Chang, André Desmarais and Peter Kruyt (alternate director to André Desmarais);

Independent Non-Executive Directors: Hamilton Ho Hau Hay, Alexander Reid Hamilton, sen Loh Chung Hon and Norman Ho Hau Chong.

As at the date of this announcement, the directors of Swire Pacific are: Executive Directors: Christopher Pratt (Chairman), Philip Chen, Martin Cubbon, Davy Ho and

Non-Executive Directors: Baroness Dunn, James Hughes-Hallett, Peter Johansen and

Independent Non-Executive Directors: Clement Kwok, Chien Lee, Marjorie Yang, Michael Sze and Vincent Cheng.

By Order of the Board Air China Limited Zheng Baoan U Man Kit Joint Company Secretaries Beijing, 10th April 2006

By Order of the Board a National Aviation Company Li Man Kit Company Secretary Hong Kong, 10th April 2006

Company Secretary Hong Kong, 10th April 2006

By Order of the Board

By Order of the Board CITIC Pacific Limited Alice Tso Mun Wai

Company Secretary Hong Kong, 10th April 2006

Cathay Pacific Airways Limited David Fu